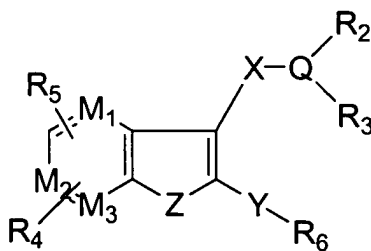


In the Claims

1 (Currently Amended).

A compound of the structural formula I:



where

Formula I

or a pharmaceutically acceptable salt, enantiomer, diastereomer or mixture thereof:

wherein,

R represents hydrogen, or C<sub>1-6</sub> alkyl;X represents -(CHR<sub>7</sub>)<sub>p</sub>-, or -(CHR<sub>7</sub>)<sub>p</sub>CO-;Y represents -CO(CH<sub>2</sub>)<sub>n</sub>-, (CH<sub>2</sub>)<sub>n</sub>-, -CH(OR)-, OR<sub>6</sub>, or SR<sub>6</sub>;

Z=O or S;

M<sub>1</sub>, M<sub>2</sub>, and M<sub>3</sub> are independently CH or N;Q represents ~~CR<sub>Y</sub>, N, or O, wherein R<sub>2</sub> is absent when Q is O;~~R<sub>Y</sub> represents H, C<sub>1-6</sub> alkyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-8</sub> cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl, or -(CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl;R<sub>w</sub> represents H, C<sub>1-6</sub> alkyl, -C(O)C<sub>1-6</sub> alkyl, -C(O)OC<sub>1-6</sub> alkyl, -SO<sub>2</sub>N(R)<sub>2</sub>, -SO<sub>2</sub>C<sub>1-6</sub> alkyl, -SO<sub>2</sub>C<sub>6-10</sub> aryl, NO<sub>2</sub>, CN or -C(O)N(R)<sub>2</sub>;R<sub>2</sub> represents hydrogen, C<sub>1-10</sub> alkyl, OH, C<sub>2-6</sub> alkenyl, C<sub>1-6</sub> alkylSR, -(CH<sub>2</sub>)<sub>n</sub>O(CH<sub>2</sub>)<sub>m</sub>OR, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>1-6</sub> alkoxy, -

~~(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-8</sub>cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-8</sub>cycloalkenyl, -~~  
~~(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-10</sub> heterocyclyl, -N(R)<sub>2</sub>, -COOR, or -~~  
~~(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>6-10</sub> aryl, said alkyl, cycloalkyl, heterocyclyl, or aryl~~  
 optionally substituted with 1-5 groups selected from R<sup>a</sup>;

R<sub>3</sub> represents hydrogen, C<sub>1-10</sub> alkyl, C<sub>2-6</sub> alkenyl, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-8</sub>  
 cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>cycloalkenyl, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-10</sub>  
 heterocyclyl, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>COOR, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>6-10</sub> aryl, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>NHR<sub>8</sub>, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>N(R)<sub>2</sub>, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>N(R)<sub>3</sub>, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>N(R<sub>8</sub>)<sub>2</sub>, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>NHCOOR, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>N(R<sub>8</sub>)CO<sub>2</sub>R, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>N(R<sub>8</sub>)COR, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>NHCOR, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>CONH(R<sub>8</sub>), aryl, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>1-6</sub> alkoxy, CF<sub>3</sub>, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>SO<sub>2</sub>R, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>SO<sub>2</sub>N(R)<sub>2</sub>, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>CON(R)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>CONHC(R)<sub>3</sub>, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>CONHC(R)<sub>2</sub>CO<sub>2</sub>R, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>COR<sub>8</sub>, nitro,  
 cyano or halogen, said alkyl, cycloalkyl, alkoxy, heterocyclyl, or aryl optionally  
 substituted with 1-5 groups of R<sup>a</sup>;

~~or, when Q equals CR<sup>y</sup> or N, R<sub>2</sub> and R<sub>3</sub> taken together with the intervening CR<sup>y</sup> or N~~  
~~form a 3-10 membered carbocyclic or heterocyclic ring or fused ring optionally~~  
~~interrupted by 1-2 atoms of O, S, C(O) or NR, and optionally having 1-5 double bonds,~~  
~~and optionally substituted by 1-3 groups selected from R<sup>a</sup>;~~

R<sub>4</sub> and R<sub>5</sub> independently represent hydrogen, C<sub>1-6</sub> alkoxy, OH, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> alkyl-S,  
 C<sub>1-6</sub> alkyl-CO-, C<sub>1-6</sub> alkenyl, C<sub>3-8</sub> cycloalkoxy, C<sub>3-8</sub> cycloalkyl, C<sub>3-8</sub> cycloalkyl-S,  
 C<sub>3-8</sub> cycloalkyl-CO-, COOR, SO<sub>3</sub>H, -O(CH<sub>2</sub>)<sub>n</sub>N(R)<sub>2</sub>, -O(CH<sub>2</sub>)<sub>n</sub>CO<sub>2</sub>R, -OPO(OH)<sub>2</sub>,  
 CF<sub>3</sub>, -N(R)<sub>2</sub>, nitro, cyano, C<sub>1-6</sub> alkylamino, or halogen;

R<sub>6</sub> represents hydrogen, C<sub>1-10</sub> alkyl, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>6-10</sub> aryl, -  
 (CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>5-10</sub> heteroaryl, NR<sub>c</sub>R<sub>d</sub>, -NR-(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>6-10</sub>  
 aryl,  
 -N-((CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>6-10</sub> aryl)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-10</sub> heterocyclyl,  
 -NR-(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-10</sub> heterocyclyl, -N-((CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-10</sub>  
 heterocyclyl)<sub>2</sub> (C<sub>6-10</sub> aryl)O-, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>C<sub>3-8</sub> cycloalkyl, -COOR, -

C(O)CO<sub>2</sub>R, said aryl, cycloalkyl, heteroaryl, heterocyclyl and alkyl optionally substituted with 1-3 groups selected from R<sup>a</sup>;

R<sub>C</sub> and R<sub>D</sub> independently represent H, C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl, C<sub>1-6</sub> alkylSR, -(CH<sub>2</sub>)<sub>n</sub>O(CH<sub>2</sub>)<sub>m</sub>OR, -(CH<sub>2</sub>)<sub>n</sub>C<sub>1-6</sub> alkoxy, or -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-8</sub> cycloalkyl;

or R<sub>C</sub> and R<sub>D</sub> taken together with the intervening N atom form a 4-10 membered heterocyclic carbon ring optionally interrupted by 1-2 atoms of O, S, C(O) or NR, and optionally having 1-4 double bonds, and optionally substituted by 1-3 groups selected from R<sup>a</sup>;

R<sub>7</sub> represents hydrogen, C<sub>1-6</sub> alkyl, -(CH<sub>2</sub>)<sub>n</sub>COOR or -(CH<sub>2</sub>)<sub>n</sub>N(R)<sub>2</sub>,

R<sub>8</sub> represents -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-8</sub> cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub> 3-10 heterocyclyl, C<sub>1-6</sub> alkoxy or -(CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl said cycloalkyl, heterocyclyl, aryl or heteroaryl optionally substituted with 1-3 groups selected from R<sup>a</sup>;

R<sup>a</sup> represents F, Cl, Br, I, CF<sub>3</sub>, N(R)<sub>2</sub>, NO<sub>2</sub>, CN, -COR<sub>8</sub>, -CONHR<sub>8</sub>, -CON(R<sub>8</sub>)<sub>2</sub>, -O(CH<sub>2</sub>)<sub>n</sub>COOR, -NH(CH<sub>2</sub>)<sub>n</sub>OR, -COOR, -OCF<sub>3</sub>, -NHCOR, -SO<sub>2</sub>R, -SO<sub>2</sub>NR<sub>2</sub>, -SR, (C<sub>1</sub>-C<sub>6</sub> alkyl)O-, -(CH<sub>2</sub>)<sub>n</sub>O(CH<sub>2</sub>)<sub>m</sub>OR, -(CH<sub>2</sub>)<sub>n</sub>C<sub>1-6</sub> alkoxy, (aryl)O-, -OH, (C<sub>1</sub>-C<sub>6</sub> alkyl)S(O)<sub>m</sub>-, H<sub>2</sub>N-C(NH)-, (C<sub>1</sub>-C<sub>6</sub> alkyl)C(O)-, (C<sub>1</sub>-C<sub>6</sub> alkyl)OC(O)NH-, -(C<sub>1</sub>-C<sub>6</sub> alkyl)NR<sub>w</sub>(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>1</sub>-C<sub>6</sub> alkyl)O(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>1</sub>-C<sub>6</sub> alkyl)S(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>1</sub>-C<sub>6</sub> alkyl)-C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(CH<sub>2</sub>)<sub>n</sub>-Z<sup>1</sup>-C(=Z<sup>2</sup>)N(R)<sub>2</sub>, -(C<sub>2-6</sub> alkenyl)NR<sub>w</sub>(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>2-6</sub> alkenyl)O(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>2-6</sub> alkenyl)S(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>2-6</sub> alkenyl)-C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>2-6</sub> alkenyl)-Z<sup>1</sup>-C(=Z<sup>2</sup>)N(R)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>SO<sub>2</sub>R, -(CH<sub>2</sub>)<sub>n</sub>SO<sub>3</sub>H, -(CH<sub>2</sub>)<sub>n</sub>PO(OR)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>OH, -(CH<sub>2</sub>)<sub>n</sub>(CHR<sub>7</sub>)<sub>q</sub>(CH<sub>2</sub>)<sub>m</sub>OPO(OR)<sub>2</sub>, C<sub>3-10</sub>cycloalkyl, C<sub>6-10</sub> aryl, C<sub>3-10</sub> heterocyclyl, C<sub>2-6</sub> alkenyl, and C<sub>1</sub>-C<sub>10</sub> alkyl, said alkyl, alkenyl, alkoxy, heterocyclyl and aryl optionally substituted with 1-3 groups selected from C<sub>1</sub>-C<sub>6</sub> alkyl, CN, NO<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>OH, -(CH<sub>2</sub>)<sub>n</sub>OPO(OR)<sub>2</sub>, CON(R)<sub>2</sub> and COOR;

Z<sup>1</sup> and Z<sup>2</sup> independently represents NR<sub>w</sub>, O, CH<sub>2</sub>, or S;

m is 0-3;  
n is 0-3;  
p is 0-3 and  
q is 0-1.

2(Original). A compound according to claim 1 wherein Q is -N- and Y is -CO(CH<sub>2</sub>)<sub>n</sub>.

3(Original). A compound according to claim 2 wherein n=0, Z is S, and R<sub>6</sub> is C<sub>1-6</sub> alkyl, (CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl, (CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl, (CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl, NR<sub>c</sub>R<sub>d</sub> or (CH<sub>2</sub>)<sub>n</sub>C<sub>3-8</sub> cycloalkyl, said alkyl, aryl, heteroaryl, heterocyclyl and alkyl optionally substituted with 1 to 3 groups of R<sup>a</sup>.

4(Original). A compound according to claim 3 wherein M<sub>1</sub>, M<sub>2</sub> and M<sub>3</sub> are CH, X is -(CHR<sub>7</sub>)<sub>p</sub>CO-, p is 1-3, R<sub>2</sub> is C<sub>1-10</sub> alkyl or C<sub>1-6</sub> alkylOH and R<sub>3</sub> is (CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl, said heterocyclyl and alkyl optionally substituted with 1 to 3 groups of R<sup>a</sup>.

5. Cancel.

6(Original). A compound according to claim 2 wherein n=0, Z is O, and R<sub>6</sub> is C<sub>1-6</sub> alkyl, (CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl, (CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl, (CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl, NR<sub>c</sub>R<sub>d</sub> or (CH<sub>2</sub>)<sub>n</sub>C<sub>3-8</sub> cycloalkyl, said alkyl, aryl, heteroaryl, heterocyclyl and alkyl optionally substituted with 1 to 3 groups of R<sup>a</sup>.

7(Original). A compound according to claim 6 wherein M<sub>1</sub>, M<sub>2</sub> and M<sub>3</sub> are CH, X is -(CHR<sub>7</sub>)<sub>p</sub>CO-, p is 1-3, R<sub>2</sub> is C<sub>1-10</sub> alkyl or C<sub>1-6</sub> alkylOH and R<sub>3</sub> is (CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl, said heterocyclyl and alkyl optionally substituted with 1 to 3 groups of R<sup>a</sup>.

8. Cancel.

9. Cancel.

10(Original). A compound according to claim 1 where a free hydroxyl group is present, said hydroxyl group optionally derivatized to give a phosphate group represented as -OPO(OH)<sub>2</sub>.

11(Currently Amended). A compound which is:

*N,N*-Bibutyl-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]acetamide,  
 2-[2-(2,2-Dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N,N*-diisobutylacetamide ,  
~~*N*-(Cyclopropylmethyl)-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N*-propylacetamide;~~  
~~*N*-Cyclohexyl-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N*-ethylacetamide;~~  
 2-[2-(2,2-Dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N,N*-dipropylacetamide,  
*N*-Butyl-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N*-ethylacetamide,  
 2-[2-(2,2-Dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N,N*-bis(3-methylbutyl)acetamide,  
 2-[2-(2,2-Dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N*-ethyl-*N*-(3-methylbutyl)acetamide,  
*N*-Butyl-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N*-propylacetamide,  
~~1-{5-Methoxy-3-[2-(trans-octahydroisoquinolin-2(1*H*)-yl)-2-oxoethyl]-1-benzofuran-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-{5-Methoxy-3-[2-(cis-octahydroisoquinolin-2(1*H*)-yl)-2-oxoethyl]-1-benzofuran-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-(3-{2-[Trans-2,5-dipropylpyrrolidin-1-yl]-2-oxoethyl}-5-methoxy-1-benzofuran-2-yl)-2,2-dimethylpropan-1-one;~~  
~~1-(3-{2-[Cis-2,5-dipropylpyrrolidin-1-yl]-2-oxoethyl}-5-methoxy-1-benzofuran-2-yl)-2,2-dimethylpropan-1-one;~~  
*N*-(3,3-Dimethylbutyl)-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]acetamide,  
*N*-(3,3-Dimethylbutyl)-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N*-ethylacetamide,  
~~1-[2-(2,2-Dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-3,3-dimethylbutan-2-one;~~  
 2-(2-Benzoyl-5-methoxy-1-benzofuran-3-yl)-*N,N*-dibutylacetamide,  
~~1-[2-(2,2-Dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-3,3-dimethylpentan-2-one~~  
 2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N,N*-di-*n*-butylacetamide;  
 2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N,N*-diisobutylacetamide;  
~~*N*-(cyclopropylmethyl)-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N*-propylacetamide;~~  
~~*N*-cyclohexyl-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N*-ethylacetamide;~~  
 2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N,N*-dipropylacetamide;

*N*-butyl-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N*-ethylacetamide;  
2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N*-ethyl-*N*-(3-methylbutyl)acetamide;  
*N*-butyl-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N*-propylacetamide;  
2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N,N*-bis(3-methylbutyl)acetamide;  
~~1-{5-methoxy-3-[2-(trans-octahydroisoquinolin-2(1*H*)-yl)-2-oxoethyl]-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-{5-methoxy-3-[2-(cis-octahydroisoquinolin-2(1*H*)-yl)-2-oxoethyl]-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-(3-{2-[(trans-2,5-dipropylpyrrolidin-1-yl)-2-oxoethyl]-5-methoxy-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-(3-{2-[(cis-2,5-dipropylpyrrolidin-1-yl)-2-oxoethyl]-5-methoxy-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
*N*-(3,3-dimethylbutyl)-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-*N*-ethylacetamide;  
~~1-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzothien-3-yl]-3,3-dimethylbutan-2-one;~~  
*N*-Butyl-2-[2-(2,2-dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N*-methylacetamide;  
2-[2-(2,2-Dimethylpropanoyl)-5-methoxy-1-benzofuran-3-yl]-*N*-methyl-*N*-(3-methylbutyl)acetamide;  
2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N,N*-di-*n*-butylacetamide;  
2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N,N*-diisobutylacetamide;  
~~*N*-(cyclopropylmethyl)-2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N*-propylacetamide;~~  
~~*N*-(cyclohexyl)-2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N*-ethylacetamide;~~  
2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N,N*-dipropylacetamide;  
*N*-butyl-2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N*-ethylacetamide;  
2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N*-ethyl-*N*-(3-methylbutyl)acetamide;  
*N*-butyl-2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N*-propylacetamide;  
2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N,N*-bis(3-methylbutyl)acetamide;  
~~1-{5-fluoro-3-[2-(trans-octahydroisoquinolin-2(1*H*)-yl)-2-oxoethyl]-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-{5-fluoro-3-[2-(cis-octahydroisoquinolin-2(1*H*)-yl)-2-oxoethyl]-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-(3-{2-[(trans-2,5-dipropylpyrrolidin-1-yl)-2-oxoethyl]-5-fluoro-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-(3-{2-[(cis-2,5-dipropylpyrrolidin-1-yl)-2-oxoethyl]-5-fluoro-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
*N*-(3,3-dimethylbutyl)-2-[2-(2,2-dimethylpropanoyl)-5-fluoro-1-benzothien-3-yl]-*N*-ethylacetamide;  
2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N,N*-di-*n*-butylacetamide;  
2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N,N*-diisobutylacetamide;

~~*N*-(cyclopropylmethyl)-2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N*-propylacetamide;~~  
~~*N*-cyclohexyl-2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N*-ethylacetamide;~~  
~~2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N,N*-dipropylacetamide;~~  
~~*N*-butyl-2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N*-ethylacetamide;~~  
~~2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N*-ethyl-*N*-(3-methylbutyl)acetamide;~~  
~~*N*-butyl-2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N*-propylacetamide;~~  
~~2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N,N*-bis(3-methylbutyl)acetamide;~~  
~~1-{3-[2-(*trans*-octahydroisoquinolin-2(1*H*)-yl)-2-oxoethyl]-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-{3-[2-(*cis*-octahydroisoquinolin-2(1*H*)-yl)-2-oxoethyl]-1-benzothien-2-yl}-2,2-dimethylpropan-1-one;~~  
~~1-{3-[2-[(*trans*-2,5-dipropylpyrrolidin-1-yl)-2-oxoethyl]-1-benzothien-2-yl]-2,2-dimethylpropan-1-one;~~  
~~1-{3-[2-[(*cis*-2,5-dipropylpyrrolidin-1-yl)-2-oxoethyl]-1-benzothien-2-yl]-2,2-dimethylpropan-1-one;~~  
~~*N*-(3,3-dimethylbutyl)-2-[2-(2,2-dimethylpropanoyl)-1-benzothien-3-yl]-*N*-ethylacetamide;~~  
 or a pharmaceutically acceptable salt, enantiomer, diastereomer or mixture thereof.

12(Currently Amended). A method for the treatment Use of a compound of formula I in claim 1 for the manufacture of a medicament for the treatment of ocular hypertension or glaucoma comprising administering to a patient in need thereof a therapeutically effective amount of a compound of structural formula I.

13(Original). Use of a compound of formula I in claim 1 for the manufacture of a medicament for the treatment of macular edema, macular degeneration, increasing retinal and optic nerve head blood velocity, increasing retinal and optic nerve oxygen tension, and/or a neuroprotective effect.

14. Cancel.

15. Cancel.

16(Original). A composition comprising a compound of formula I of claim 1 and a pharmaceutically acceptable carrier.

17(Original). The composition according to Claim 16 wherein the compound of formula I is applied as a topical formulation, said topical formulation

administered as a solution or suspension and optionally contains xanthan gum or gellan gum.

18(Original). A composition according to claim 17 wherein one or more of an active ingredient belonging to the group consisting of:  $\beta$ -adrenergic blocking agent, parasympatho-mimetic agent, sympathomimetic agent, carbonic anhydrase inhibitor, EP4 agonist, a prostaglandin or derivative thereof, hypotensive lipid, neuroprotectant, and/or 5-HT2 receptor agonist is optionally added.

19(Original). A composition according to claim 18 wherein the  $\beta$ -adrenergic blocking agent is timolol, betaxolol, levobetaxolol, carteolol, or levobunolol; the parasympathomimetic agent is pilocarpine; the sympathomimetic agent is epinephrine, brimonidine, iopidine, clonidine, or para-aminoclonidine, the carbonic anhydrase inhibitor is dorzolamide, acetazolamide, metazolamide or brinzolamide; the prostaglandin is latanoprost, travaprost, unoprostone, rescula, or S1033, the hypotensive lipid is lumigan, the neuroprotectant is eliprodil, R-eliprodil or memantine; and the 5-HT2 receptor agonist is 1-(2-aminopropyl)-3-methyl-1H-imidazol-6-ol fumarate or 2-(3-chloro-6-methoxy-indazol-1-yl)-1-methyl-ethylamine.